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5
6 Attorneys for Defendant
UPS SUPPLY CHAIN SOLUTIONS, INC.

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8 UNITED STATES DISTRICT COURT
9 NORTHERN DISTRICT OF CALIFORNIA

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11 PAULA LABRIE, ALFREDO MACIAS,
PETER MILLMAN, TOM CHORTABTIM,
RAF SISON,

12 Plaintiffs,

13 vs.
14 UPS SUPPLY CHAIN SOLUTIONS, INC.,

15 Defendant.

16 CASE NO. 4:08-CV-03182 PJH

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**DECLARATION OF COMPLIANCE
WITH THE CLASS ACTION
FAIRNESS ACT OF 2005**

Date: December 2, 2009
Time: 9:00 a.m.
Courtroom: 3
Judge: The Hon. Phyllis J. Hamilton

1 I, Zachary P. Hutton, declare:

2 1. I am admitted to the Bar of this Court and am an attorney with Paul, Hastings,
 3 Janofsky & Walker LLP ("Paul Hastings"), counsel of record for Defendant UPS Supply Chain
 4 Solutions, Inc. ("Defendant") in this action. I make this declaration to show Defendant's
 5 compliance with the notice requirements of the Class Action Fairness Act of 2005, 28 U.S.C. §
 6 1715 ("CAFA") in this matter. I have personal knowledge of the facts set forth in this declaration
 7 and could and would competently testify to them under oath if called as a witness.

8 2. On November 18, 2009, the parties filed their joint motion for preliminary
 9 approval of the class action settlement reached between Plaintiffs Paula LaBrie, Alfredo Macias,
 10 Peter Millman, Tom Chortabtim, and Raf Sison and Defendant.

11 3. On November 24, 2009, 6 days after the joint motion for preliminary approval was
 12 filed, Paul Hastings' staff acting under my direction served a notice of the proposed settlement in
 13 this action on the appropriate federal and state officials pursuant to 28 U.S.C. section 1715 (the
 14 "CAFA Notice"), as discussed more fully below.

15 4. The CAFA Notice consists of the Notice of Proposed Settlement, the documents
 16 described in Paragraph 6, and a cover letter addressed to the appropriate federal or state official.

17 5. Attached to this declaration as Exhibit A is a true and correct copy of the Notice of
 18 Proposed Settlement (pursuant to CAFA, 28 U.S.C. §1715(b)).

19 6. The following documents were provided with the Notice of Proposed Settlement:

20 (a) Plaintiffs' original Complaint, First Amended Complaint, and
 21 Second Amended Complaint (pursuant to CAFA, 28 U.S.C. § 1715(b)(1)). (The Complaint, First
 22 Amended Complaint and the Second Amended Complaint are on file with the Court as part of
 23 Docket Nos. 1, 14 and 49, respectively.)

24 (b) The parties' Settlement Agreement and all exhibits to the
 25 Settlement Agreement (pursuant to CAFA, 28 U.S.C. §1715(b)(4)). (This document is on file
 26 with the Court as part of Docket No. 130).

27 (c) The parties' proposed Notice of Proposed Settlement of Class
 28 Action, Conditional Certification of Settlement Class, Preliminary Approval of Settlement, and
 LEGAL_US_W # 63247749.2

1 Hearing Date for Final Court Approval (attached to the Settlement Agreement as Exhibit A) and
2 the parties' proposed Claim Form (attached to the Settlement Agreement as Exhibit B) (both
3 pursuant to CAFA, 28 U.S.C. §1715(b)(3)). (This document is on file with the Court as part of
4 Docket No. 130).

5 (d) The names of members of the Rule 23 California class who reside
6 in each state and the estimated proportionate share of the claims of class members in each state to
7 the entire settlement (pursuant to CAFA, 28 U.S.C. §1715(b)(7)).

8 7. I included a cover letter with the CAFA Notice, listing the contents of the CAFA
9 Notice and explaining its format. Pursuant to CAFA, 28 U.S.C. §1715(a), which defines the
10 appropriate federal and state official to whom service must be made, my cover letter was
11 addressed to, and the CAFA Notice was served on, the Attorney General of the United States and
12 the Attorneys General of the 12 States in which Rule 23 California class members currently
13 reside. Attached to this declaration as Exhibit B is a true and correct copy of the cover letter that
14 I sent to the Attorney General of the United States. The cover letters that I sent to the 12 State
15 Attorneys General were identical to Exhibit B, except for the address block.

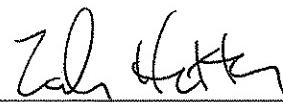
16 8. Attached to this declaration as Exhibit C is a Declaration of Service of CAFA
17 Notice, which includes the names and addresses of each federal and state official served with the
18 CAFA Notice.

19 9. The cover letter and Notice of Proposed Settlement were provided to each
20 Attorney General in paper; the remaining items were provided in portable document format
21 (PDF) on CD.

22 10. Apart from the parties' Settlement Agreement, the parties and their counsel have
23 not entered into any other agreement or settlement; a final judgment or notice of dismissal has not
24 been entered in this action; and no written judicial opinion relating to the material described in
25 CAFA, 28 U.S.C. §1715(b)(3) to (6) has been issued. Accordingly, 28 U.S.C. §1715(b)(5), (6),
26 and (8) of CAFA do not apply to this action, and the CAFA Notice does not include any
27 document under these sections.

1 I declare under penalty of perjury that the foregoing is true and correct.
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4 Executed on November 25, 2009 at San Francisco, California.
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8 ZACHARY P. HUTTON
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EXHIBIT A

1 ROBERT P. KRISTOFF (SB# 90874) bobkristoff@paulhastings.com
2 ZACHARY P. HUTTON (SB# 234737) zachhutton@paulhastings.com
3 BENJAMIN B. STRAWN (SB# 261057) benjaminstrawn@paulhastings.com
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10 Attorneys for Defendant
11 UPS SUPPLY CHAIN SOLUTIONS, INC.

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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
(OAKLAND DIVISION)

PAULA LABRIE, ALFREDO MACIAS,
PETER MILLMAN, TOM CHORTABTIM,
RAF SISON,

CASE NO. 4:08-CV-03182 PJH
NOTICE OF PROPOSED SETTLEMENT

28 U.S.C. § 1715

Plaintiffs,

vs.

UPS SUPPLY CHAIN SOLUTIONS, INC.,

Defendant.

PLEASE TAKE NOTICE that the parties to the above-referenced class action have settled the claims at issue in the litigation. Pursuant to the Class Action Fairness Act of 2005, 28 U.S.C. § 1711 *et seq.* ("CAFA"), defendant UPS Supply Chain Solutions, Inc. ("UPS SCS") provides this notice to the Attorney General of the United States of America and the appropriate state official in each state in which a class member resides. UPS SCS encloses the following documents in accordance with its notice obligations under 28 U.S.C. section 1715(b):

1. Plaintiffs' complaint in the above-titled action.
2. Plaintiffs' first amended complaint in the above-titled action.

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CASE NO. 4:08-CV-03182 PJH

CAFA NOTICE

3. Plaintiffs' second amended complaint in the above-titled action.
 4. Notice of scheduled judicial hearings in the above-titled action.
 5. The parties' Settlement Agreement.
 6. The parties' proposed Notice of Conditional Certification of Settlement Class, Proposed Settlement, Preliminary Court Approval of Settlement, and Hearing Date for Final Court Approval (attached as Exhibit A to the Settlement Agreement).
 7. The parties' proposed Claim Form (attached as Exhibit B to the Settlement Agreement).
 8. The names of Class Members who reside in each state and the estimated proportionate share of the claims of Class Members in each state to the entire settlement. Please note that this action includes both a Rule 23 class action, alleging violations of the California Labor Code, and Fair Labor Standards Act collective action. Pursuant to CAFA, 28 U.S.C. §§ 1711 and 1715(b), we have provided information pertaining to the estimated share of the settlement for class members in the Rule 23 class action, which comprises approximately two-thirds, or sixty-seven percent, of the entire settlement.

PLEASE TAKE FURTHER NOTICE that pursuant to CAFA you are not required to comment on the settlement. However, if you wish to comment, please file your comments by February 10, 2010, at the following address:

Clerk of Court
United States District Court, Northern District of California
1301 Clay Street, Suite 400S
Oakland, California 94612

Alternatively, the United States District Court for the Northern District of California (the “District Court”) uses the federal electronic case filing (“ECF”) system. More information about the District Court’s ECF system can be found at <http://ecf.cand.uscourts.gov>. If you choose to comment on the settlement, please also provide notice to the parties’ counsel as follows:

1 **CLASS COUNSEL**

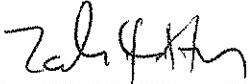
2 Lynn Rossman Faris
3 Eleanor Morton
4 Jennifer Keating
5 Leonard Carder, LLP
6 1330 Broadway, Suite 1450
7 Oakland, California 94612
8 Telephone: (510) 272-0169
9 Facsimile: (510) 272-0174
10 Email: lfaris@leonardcarder.com
11 emorton@leonardcarder.com
12 jkeating@leonardcarder.com

1 **UPS SCS'S COUNSEL**

2 Robert P. Kristoff
3 Zachary P. Hutton
4 Benjamin Strawn
5 Paul, Hastings, Janofsky & Walker LLP
6 55 Second Street, 24th Floor
7 San Francisco, California 94105-3441
8 Telephone: (415) 856-7000
9 Facsimile: (415) 856-7100
10 E-mail: bobkristoff@paulhastings.com
11 zachhutton@paulhastings.com
12 benjaminstrawn@paulhastings.com

13 If you have questions about this notice, the underlying action, or the enclosed materials,
14 please contact counsel for UPS SCS as provided above.

15 DATED: November 27, 2009 PAUL, HASTINGS, JANOFSKY & WALKER LLP

16 By: 

17 ZACHARY P. HUTTON

18 Attorneys for Defendant,
19 UPS SUPPLY CHAIN SOLUTIONS, INC.

EXHIBIT B

Paul Hastings

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(415) 856-7036
zachhutton@paulhastings.com

November 24, 2009 32454.00250

VIA US MAIL

Hon. Eric Holder, Jr.
Attorney General of the United States
U.S. Department of Justice, 950 Pennsylvania Avenue, NW
Washington, DC 20530-0001

Re: Notice of Proposed Settlement in *Paula LaBrie, et al. v. UPS Supply Chain Solutions, Inc.*
U.S.D.C., N.D. Cal., Case No. 4:08-CV-03182 PJH

Dear Attorney General Holder, Jr.:

Pursuant to the Class Action Fairness Act of 2005 (“CAFA”), 28 U.S.C. §1715, UPS Supply Chain Solutions, Inc. (“UPS SCS”), provides notice of the parties’ proposed settlement in the above-entitled action. UPS SCS’s CAFA notice consists of the enclosed Notice of Proposed Settlement and the following documents:

1. Plaintiffs’ complaint in the above-titled action.
2. Plaintiffs’ first amended complaint in the above-titled action.
3. Plaintiffs’ second amended complaint in the above-titled action.
4. Notice of scheduled judicial hearings in the above-titled action.
5. The parties’ Settlement Agreement.
6. The parties’ proposed Notice of Conditional Certification of Settlement Class, Proposed Settlement, Preliminary Court Approval of Settlement, and Hearing Date for Final Court Approval (attached as Exhibit A to the Settlement Agreement).
7. The parties’ proposed Claim Form (attached as Exhibit B to the Settlement Agreement).
8. The names of Class Members who reside in each state and the estimated proportionate share of the claims of Class Members in each state to the entire

Paul Hastings

Hon. Eric Holder, Jr.

November 24, 2009

Page 2

settlement. Please note that this action includes both a Rule 23 class action, alleging violations of the California Labor Code, and Fair Labor Standards Act collective action. Pursuant to CAFA, 28 U.S.C. §§ 1711 and 1715(b), we have provided information pertaining to the estimated share of the settlement for class members in the Rule 23 class action, which comprises approximately two-thirds, or sixty-seven percent, of the entire settlement.

The Notice of Proposed Settlement is enclosed with this letter. In the interest of reducing the volume of paper, the remaining items (1 through 8 above) are provided electronically as PDF files on the enclosed CD. Should you desire to have a paper copy of any of these items, please contact me by telephone or email, and we will gladly provide it.

If you have any questions about this notice, the lawsuit, or the enclosed materials, or if you do not receive any of the above-listed materials, please feel free to contact me.

Thank you for your attention to this matter.

Very Truly Yours,



Zachary P. Hutton
for PAUL, HASTINGS, JANOFSKY & WALKER LLP

ZPH:mtp

Enclosures

cc: Counsel for Plaintiffs (w/ enclosures)
Robert Kristoff, Esq. (w/o enclosures)

EXHIBIT C

1 ROBERT P. KRISTOFF (SB# 90874) bobkristoff@paulhastings.com
2 ZACHARY P. HUTTON (SB# 234737) zachhutton@paulhastings.com
3 BENJAMIN B. STRAWN (SB# 261057) benjaminstrawn@paulhastings.com
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5 Attorneys for Defendant

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7

8 UNITED STATES DISTRICT COURT
9 NORTHERN DISTRICT OF CALIFORNIA

10
11 PAULA LABRIE, ALFREDO MACIAS,
PETER MILLMAN, TOM CHORTABTIM,
RAF SISON,

12 Plaintiffs,

13 vs.

14 UPS SUPPLY CHAIN SOLUTIONS, INC.,

15 Defendant.

16 CASE NO. 3:08-CV-03182 PJH

17 DECLARATION OF SERVICE BY
MAIL OF CAFA NOTICE

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CASE NO. 3:08-CV-03182 PJH

DECLARATION OF SERVICE

1 I, the undersigned, state:

2 I am employed in the City and County of San Francisco, State of California. I am over the
 3 age of 18 years, and not a party to the within action. My business address is Paul, Hastings,
 Janofsky & Walker LLP, 55 Second Street, Suite 2400, San Francisco, CA 94105.

4 On November 24, 2009, I served the foregoing document(s) described as:

- 5 1. Plaintiffs' complaint in the above-titled action;
- 6 2. Plaintiffs' first amended complaint in the above-titled action;
- 7 3. Plaintiffs' second amended complaint in the above-titled action;
- 8 4. Notice of scheduled judicial hearings in the above-titled action;
- 9 5. The parties' Settlement Agreement;
- 10 6. The parties' proposed Notice of Conditional Certification of Settlement Class, Proposed
 Settlement, Preliminary Court Approval of Settlement, and Hearing Date for Final Court
 Approval (attached as Exhibit A to the Settlement Agreement); and
- 11 7. The parties' proposed Claim Form (attached as Exhibit B to the Settlement Agreement).
- 12 8. The names of Class Members who reside in each state and the estimated proportionate
 share of the claims of Class Members in each state to the entire settlement.

13 on the interested parties by placing a true and correct copy thereof in a sealed envelope(s)
 14 addressed as follows:

15 Hon. Terry Goddard Attorney General of Arizona 1275 W. Washington St. Phoenix, AZ 85007	Hon. Edmund Brown Jr. Attorney General of California 1300 I St., Ste. 1740 Sacramento, CA 95814
16 Hon. Bill McCollum Attorney General of Florida The Capitol, PL 01 Tallahassee, FL 32399-1050	Hon. Thurbert Baker Attorney General of Georgia 40 Capitol Square, SW Atlanta, GA 30334-1300
17 Hon. Lawrence Wasden Attorney General of Idaho Statehouse Boise, ID 83720-1000	Hon. Catherine Cortez Masto Attorney General of Nevada Old Supreme Ct. Bldg., 100 N. Carson St. Carson City, NV 89701
18 Hon. Andrew Cuomo Attorney General of New York Dept. of Law - The Capitol, 2nd Fl. Albany, NY 12224	Hon. Richard Cordray Attorney General of Ohio State Office Tower, 30 E. Broad St. Columbus, OH 43266-0410

1 Hon. Mike Cox
 2 Attorney General of Michigan
 3 P.O.Box 30212, 525 W. Ottawa St.
 Lansing, MI 48909-0212

Hon. John Kroger
 Attorney General of Oregon
 Justice Bldg., 1162 Court St., NE
 Salem, OR 97301

4 Hon. Greg Abbott
 5 Attorney General of Texas
 Capitol Station, P.O.Box 12548
 Austin, TX 78711-2548

Hon. Eric Holder, Jr.
 Attorney General of the United States
 U.S. Department of Justice,
 950 Pennsylvania Avenue, NW
 Washington, DC 20530-0001

7 Hon. Rob McKenna
 Attorney General of Washington
 8 1125 Washington St. SE, P.O. Box 40100
 Olympia, WA 98504-0100

- 10 **VIA UPS OVERNIGHT MAIL:** By delivering such document(s) to an overnight mail
 service or an authorized courier in a sealed envelope or package designated by the express
 service courier addressed to the person(s) on whom it is to be served.
- 11 **VIA U.S. MAIL:** I am readily familiar with Paul, Hastings, Janofsky & Walker LLP's
 12 practice of collection and processing correspondence for mailing. Under that practice it
 would be deposited with the U.S. Postal Service on that same day with postage thereon
 13 fully prepaid in the ordinary course of business. I am aware that on motion of the party
 served, service is presumed invalid if postal cancellation date or postage meter date is
 14 more than one day after date of deposit for mailing in affidavit.
- 15 **VIA PERSONAL DELIVERY:** I personally caused to be delivered such sealed
 envelope(s) by hand to the offices of the addressee(s) listed above.
- 16 **VIA FACSIMILE:** The facsimile transmission report indicated that the transmission was
 17 complete and without error. The facsimile was transmitted to the facsimile numbers
 indicated above on November 24, 2009.

18 I declare under penalty of perjury under the laws of the United States that the foregoing is
 19 true and correct. I further declare that I am employed by a member of the bar of this court at
 whose direction the service was made.

20 Executed on November 24, 2009, at San Francisco, California.

21 
 22 MEGHANN PAYUMO